

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY	
GENOVA BURNS LLC Daniel M. Stolz, Esq. Donald W. Clarke, Esq. Gregory S. Kinoian, Esq. dstolz@genovaburns.com dclarke@genovaburns.com gkinoian@genovaburns.com 110 Allen Road, Suite 304 Basking Ridge, NJ 07920 Tel: (973) 467-2700 Fax: (973) 467-8126 <i>Proposed Local Counsel for the Official Committee of Talc Claimants</i>	BROWN RUDNICK LLP David J. Molton, Esq. Michael S. Winograd, Esq. dmolton@brownrudnick.com mwinograd@brownrudnick.com Seven Times Square New York, NY 10036 Tel: (212) 209-4800 Fax: (212) 209-4801 and Jeffrey L. Jonas, Esq. Sunni P. Beville, Esq. Eric R. Goodman, Esq. jjonas@brownrudnick.com sbeville@brownrudnick.com egoodman@brownrudnick.com One Financial Center Boston, MA 02111 Tel: (617) 856-8200 Fax: (617) 856-8201 <i>Proposed Co-Counsel for the Official Committee of Talc Claimants</i>
OTTERBOURG PC Melanie L. Cyganowski, Esq. Adam C. Silverstein, Esq. Jennifer S. Feeney, Esq. mcyganowski@otterbourg.com asilverstein@otterbourg.com jfeeney@otterbourg.com 230 Park Avenue New York, NY 10169 Tel: (212) 905-3628 Fax: (212) 682-6104 <i>Proposed Co-Counsel for the Official Committee of Talc Claimants</i>	MASSEY & GAIL LLP Jonathan S. Massey, Esq. Rachel S. Morse, Esq. jmassey@masseygail.com rmorse@masseygail.com 1000 Maine Ave. SW, Suite 450 Washington, DC 20024 Tel: (202) 652-4511 Fax: (312) 379-0467 <i>Proposed Special Counsel for the Official Committee of Talc Claimants</i>
In re: LTL MANAGEMENT LLC,¹ Debtor.	Chapter 11 Case No.: 23-12825 (MBK) Honorable Michael B. Kaplan

¹ The last four digits of the Debtor's taxpayer identification number are 6622. The Debtor's address is 501 George Street, New Brunswick, New Jersey 08933.

**APPELLANT TCC’S STATEMENT OF ISSUES ON APPEAL AND
DESIGNATION OF ITEMS TO BE INCLUDED IN THE RECORD ON APPEAL
AS TO FCR APPOINTMENT ORDER**

Pursuant to Rule 8009(a) of the Federal Rules of Bankruptcy Procedure, the Official Committee of Talc Claimants (the “TCC”) of LTL Management LLC, by and through its undersigned proposed counsel, respectfully submits the following statement of issues to be presented on appeal and designation of items for inclusion in the record on appeal in connection with the TCC’s appeal from the following order: the May 18, 2023 *Order Appointing Randi S. Ellis as Legal Representative for Future Talc Claimants* (Dkt. No. 551) (the “FCR Appointment Order”).

STATEMENT OF ISSUES TO BE PRESENTED ON APPEAL

1. Whether the FCR Appointment Order fails to comply with the legal standards set for appointment of future claims representatives in *In re Imerys Talc America, Inc.*, 38 F.4th 361 (3d Cir. 2022), *In re Combustion Engineering, Inc.*, 391 F.3d 190 (3d Cir. 2004), and other precedent.

2. Whether Debtor failed to establish that Ms. Randi Ellis will be able to act in accordance with a duty of independence from the debtor, a duty of undivided loyalty to the future claimants, and an ability to be an effective advocate for the best interests of the future claimants—including that she be free from a conflict of interest (real or apparent).

3. Whether the FCR Appointment Order is legal error, an abuse of discretion, or otherwise invalid because the bankruptcy court failed to engage in a robust and open process for appointment of a future claims representative and failed to adequately consider alternatives to Ms. Ellis.

4. Whether by accepting an implausible explanation for why Ms. Ellis’s name appeared as claims administrator in debtor’s documents (even though the Court itself characterized the placeholder theory a “nonsensical decision”) coupled with a mere “lack[]” of “evidence that she sought or negotiated for any position as the claims administrator,” the bankruptcy court failed to

“ensure[] that the court has the information necessary to assess the candidate(s)’s qualifications.”

In re Imerys Talc Am., Inc., 38 F.4th 361, 379 (3d Cir. 2022).

5. Whether the FCR Appointment Order is legal error, an abuse of discretion, or otherwise invalid under 11 U.S.C. § 105(a) and 11 U.S.C. § 524(g)(4)(B)(i).

6. The TCC also adopts and incorporates by reference the Statement of Issues filed by any other appellants seeking review of the FCR Appointment Order.

DESIGNATION OF THE RECORD ON APPEAL

Without waiving any arguments on appeal, the TCC designates each of the following documents for inclusion in the record on appeal (including any exhibit, annex, appendix, addendum, or schedule thereto).² The TCC reserves the right to supplement this designation and the record on appeal.

Documents Filed in Case No. 23-12825-MBK

Docket Entries and Other Items – Case No. 23-12825 (MBK)			
Designation No.	Filing Date	Docket No.	Description
1.	04/10/2023	87	Debtor’s Motion for an Order Appointing Randi S. Ellis as Legal Representative for Future Talc Claimants
2.	04/10/2023	88	Debtor’s Application for Order Shortening Time [Concerning Motion for an Order Appointing Randi S. Ellis as Legal Representative for Future Talc Claimants]
3.	04/13/2023	135	Order Denying Application to Shorten Time [Concerning Debtor’s Motion for an Order Appointing Randi S. Ellis as Legal Representative for Future Talc Claimants]
4.	04/26/2023	311	TCC’s Objection to Debtor’s Motion for an Order Appointing Randi S. Ellis as Legal Representative for Future Talc Claimants
5.	04/26/2023	312	TCC’s Motion to Seal the Redacted Portions of the

² Additionally, the TCC incorporates by reference the documents designated by other appellants seeking review of the FCR Appointment Order to the extent not already included herein.

Docket Entries and Other Items – Case No. 23-12825 (MBK)			
Designation No.	Filing Date	Docket No.	Description
			TCC's Objection to Debtor's Motion for an Order Appointing Randi S. Ellis as Legal Representative for Future Talc Claimants
6.	04/26/2023	315	TCC's Application for Order Shortening Time [Concerning Seal Motion]
7.	04/26/2023	316	Order Granting Application to Shorten Time [Concerning TCC's Seal Motion]
8.	04/26/2023	318	Objection of Paul Crouch to Debtor's Motion for an Order Appointing Randi S. Ellis as Legal Representative for Future Talc Claimants
9.	04/26/2023	320	MRHFM's Opposition to Debtor's Motion to Appoint Randi S. Ellis as Future Talc Claimants' Representative
10.	04/26/2023	321	United States Trustee's Objection to Debtor's Motion for an Order Appointing Randi S. Ellis as Legal Representative for Future Talc Claimants
11.	04/26/2023	322	United States Trustee's Motion to Seal the Redacted Portions and Exhibits of the United States Trustee's Objection to Debtor's Motion for an Order Appointing Randi S. Ellis as Legal Representative for Future Claimants
12.	04/26/2023	323	United States Trustee's Application for Order Shortening Time [Concerning Seal Motion]
13.	04/27/2023	327	Order Granting Application to Shorten Time [Concerning United States Trustee's Seal Motion]
14.	04/28/2023	354	Declaration of Randi S. Ellis in Support of Debtor's Motion for an Order Appointing Randi S. Ellis as Legal Representative for Future Talc Claimants
15.	04/28/2023	355	Debtor's Omnibus Reply in Support of its Motion for an Order Appointing Randi S. Ellis as Legal Representative for Future Talc Claimants
16.	04/28/2023	356	Debtor's Motion for Entry of an Order Sealing the Redacted Portions of and Exhibits to the Debtor's Omnibus Reply in Support of its Motion for an Order Appointing Randi S. Ellis as Legal Representative for Future Talc Claimants
17.	04/28/2023	357	Debtor's Application for Order Shortening Time [Concerning Seal Motion]
18.	05/01/2023	372	Order Granting Application to Shorten Time [Concerning Debtor's Seal Motion]

Docket Entries and Other Items – Case No. 23-12825 (MBK)			
Designation No.	Filing Date	Docket No.	Description
19.	05/04/2023	415	Amended Supplemental Declaration of Randi S. Ellis in Support of Debtor’s Motion for an Order Appointing Randi S. Ellis as Legal Representative for Future Talc Claimants
20.	05/04/2023	416	Transcript regarding Hearing Held 05/03/2023
21.	05/05/2023	436	Response of the TCC to Amended Supplemental Declaration of Randi S. Ellis
22.	05/05/2023	438	MRHFM’s Response to Amended Supplemental Declaration of Randi S. Ellis
23.	5/10/2023	477	Transcript regarding Hearing held 05/09/2023
24.	05/18/2023	551	Order Appointing Randi S. Ellis as Legal Representative for Future Talc Claimants
25.	05/18/2023	552	Application for Retention of Professional Walsh Pizzi O’Reilly Falanga LLP as Counsel for Randi S. Ellis, Legal Representative for Future Talc Claimants
26.	05/23/2023	573	Notice of Election of Randi S. Ellis as Legal Representative for Future Talc Claimants to be a Party to the Agreed Protective Order Governing Confidential Information Between the Debtor, LTL Management LLC, and the Official Committee of Talc Claimants
27.	05/26/2023	608	TCC’s Notice of Appeal and Statement of Election [Concerning FCR Appointment Order]
28.	05/26/2023	612	MRHFM’s Objection to FCR Randi S. Ellis’ Retention of Walsh Pizzi O’Reilly Falanga LLP
29.	05/30/2023	631	Transmittal of Documents to District Court [Concerning TCC’s Appeal of FCR Appointment Order]
30.	05/30/2023	634	Letter to the Court from Randi S. Ellis in response to MRHFM’s Objection to Randi S. Ellis’s Retention of Walsh Pizzi O’Reilly Falanga LLP

Additional Items

Designation No.	Description
31.	Debtor’s Slides (presented at hearing on Motion to Appoint Randi S. Ellis as FCR, held 05/03/2023)
32.	TCC’s Slides (presented at hearing on Motion to Appoint Randi S. Ellis as FCR, held 05/03/2023)
33.	Slides presented by Moshe Maimon of Levy Konigsberg, LLP (presented at hearing on Motion to Appoint Randi S. Ellis as FCR, held 05/03/2023)

CERTIFICATION REGARDING TRANSCRIPTS

Federal Rule of Bankruptcy Procedure 8009(b)(1) requires an appellant to either: (i) order from the reporter a transcript of such parts of the proceedings not already on file as the appellant considers necessary for the appeal and file a copy of the order with the bankruptcy clerk, or (ii) file with the bankruptcy clerk a certificate stating that the appellant is not ordering a transcript. Appellant hereby certifies to the Clerk of Court that it is not ordering any transcripts that are not already included in the record on appeal.

Dated: June 9, 2023

/s/ Daniel M. Stolz

Daniel M. Stolz, Esq.
GENOVA BURNS LLC
110 Allen Rd., Suite 304
Basking Ridge, NJ 07920
Telephone: (973) 230-2095
Email: DStolz@genovaburns.com

*Proposed Local Counsel to the Official
Committee of Talc Claimants*